

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA
FOURTH DIVISION

Steven B. Cummings, an individual; John Gardiner, an individual; John Gardiner as Custodian for Max A. Gardiner; John Gardiner as Custodian for Paige M. Gardiner; John Gardiner as Custodian for Jake W. Gardiner; David J. Gartner, an individual; David J. Gartner Profit Sharing Account; Stephen R. Gulbrandsen, an individual; Stephen R. Gulbrandsen Profit Sharing Account; Gregory T. Hegwood, an individual; Blake Johnson, LLC a limited liability company; Bryant Johnson; an individual; J. Evan Johnson, an individual; J. Evan Johnson Individual Retirement Account; Peter Johnson, an individual; R. Thomas Lane, an individual; Elizabeth J. Lane Individual Retirement Account; Craig Mandery, an individual; Mark R. Omlie and JoAnn Omlie, husband and wife; Gregory V. O'Toole Individual Retirement Account; Guy M. Peterson Individual Retirement Account; Jeffrey M. Petrik Individual Retirement Account; Sally A. Petrik Individual Retirement Account; Joseph H. Ryan, an individual; Sandra M. Ryan, an individual; Robert Spadafora, an individual; and Thomas C. Weekley Individual Retirement Account,

Plaintiffs,

vs.

Paramount Partners, LP; Crossroad Capital Management, LLC; John W. Lawton; Capital Solutions Management, LP; Capital Solutions Distributors, LLC; Charles T. Thompson; Timothy R. Redpath; and Michael W. Bozora,

Defendants.

File No.: 09-cv-00847-RHK/JJK

**AFFIDAVIT OF STEVEN M.
PHILLIPS IN SUPPORT OF
DEFENDANTS CAPITAL
SOLUTIONS
MANAGEMENT, LP,
CAPITAL SOLUTIONS
DISTRIBUTORS, LLC,
TIMOTHY R. REDPATH
AND MICHAEL W.
BOZORA'S MOTION TO
DISMISS**

FURTHER YOUR AFFIANT SAYETH NOT.

s/ Steven M. Phillips
Steven M. Phillips

Subscribed and sworn to before
me this 14th day of July, 2009.

s/ Geraldine Wilkie
Notary Public

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